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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ADAM DeMARCO, on behalf of himself and all
others similarly situated,

Plaintiff

-against-

NATIONAL COLLECTOR'S MINT, INC., et al.,

Defendants.

04 Civ. 09206 (CM)

REVISED ORDER AND FINAL JUDGMENT

On the 16th day of December, 2005, a hearing having been held before this Court (the "Settlement Fairness Hearing") to determine: (i) whether the terms and conditions of the settlement (the "Settlement") embodied in the Stipulation and Agreement of Settlement dated September 19, 2005 (the "Stipulation") are fair, reasonable, adequate, and in the best interests of the class that was certified pursuant to Federal Rule of Civil Procedure 23(b)(2) by this Court by order dated September 30, 2005 (the "Class"); (ii) whether a judgment should be entered dismissing the Complaint on file herein on the merits and with prejudice in favor of the defendants National Collector's Mint, Inc. ("NCM"), Avram C. Freedberg ("Freedberg"), and Sidney Nachman ("Nachman") (collectively, the "Defendants") as against all Class Members; (iii) whether to enter an order and final judgment providing for the release by all Class Members in favor of the Released Parties as set forth in the Stipulation; and (iv) whether and in what amount to award Class Counsel attorneys' fees and expenses. This Court having entered a Decision and Order approving the Settlement on January 19, 2006; and having considered all matters submitted to it at the hearings and otherwise; and it appearing that a notice of the

Settlement Fairness Hearing substantially in the form approved by the Court was mailed to all Class Members who could be identified on the basis of customer information currently in the possession of NCM; and all capitalized terms used herein having the meanings defined in the Stipulation;

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Action satisfies the applicable prerequisites for class action treatment under Rules 23(a) and 23(b)(2) of the Federal Rules of Civil Procedure ("Fed.R.Civ.P.") in that: (i) the number of Class Members in the Action are so numerous that joinder of all members is impracticable; (ii) there are questions of law and fact common to the Class; (iii) the claims the Class Representative are typical of the claims of the Class he seeks to represent; (iv) the Class Representative has and will fairly and adequately represent the interests of the Class; (v) the questions of law and fact common to the Class Members predominate over any questions affecting only individual Class Members; (vi) a class action is superior to other available methods for the fair and efficient adjudication of the controversy; and (vii) Defendants have allegedly acted or failed to act on grounds generally applicable to the Class.

2. The Action is hereby certified pursuant to Fed.R.Civ.P. 23(b)(2) as a class action on behalf of all Persons in the United States who purchased the FTSD from NCM during the time period running from September 1, 2004 through May 31, 2005, and who have not received a refund from NCM for their purchase(s) of the FTSD. Excluded from the Class are (i) the Released Parties, members of their immediate families (*i.e.*, spouses and children), their legal representatives, heirs, successors, assigns, past or present subsidiaries, parents, affiliates, and predecessors; and (ii) all Persons who timely and

validly requested exclusion from the Class in accordance with the procedures provided in the Seconded Amended Preliminary Order in Connection With Settlement Proceedings dated September 30, 2005. Attached hereto as Exhibit A is a list prepared by Class Counsel identifying the persons who have validly requested exclusion from the Class.

3. Notice of the pendency of the Action as a class action and of the proposed Settlement was given to all Class Members who could be identified on the basis of customer information currently in the possession of NCM, and the form and method of such notice met the requirements of Fed.R.Civ.P. 23 and due process, constituted the best notice practicable under the circumstances, and constituted due and sufficient notice to all Persons entitled thereto.

4. The Stipulation and Settlement are approved as fair, just, reasonable, adequate, and in the best interests of the Class, and the Parties are directed to consummate the Stipulation and Settlement in accordance with the terms and provisions set forth in the Stipulation.

5. The Released Parties are hereby released from all Settled Claims by Plaintiff and each and every Class Member.

6. The Complaint is hereby dismissed with prejudice and without costs.

7. Class Members and their agents, representatives, successors, assigns and anyone who purports to act on their behalf are hereby permanently barred, enjoined, and restrained from instituting, commencing, or prosecuting directly, individually, derivatively, representatively, or in any other capacity, any Settled Claim in any jurisdiction, against any Released Party or otherwise complaining about, contesting, or challenging the Settlement. The Settled Claims are hereby compromised, settled,

released, discharged, and dismissed as against each Released Party on the merits and with prejudice by virtue of the proceedings herein and this Revised Order and Final Judgment.

8. Except for purposes of enforcing the Stipulation and Settlement, neither the Stipulation and Settlement, nor any of its terms and provisions, nor any of the negotiations or proceedings connected with them, nor any of the documents or statements referred to therein shall be:

a. offered or received in any action or proceeding against any of the Released Parties as evidence of or construed or deemed to be evidence of any presumption, concession, or admission with respect to the truth of any fact alleged in the Complaint, the validity of any claim that has been or could have been asserted in the Action or in any litigation, or the deficiency of any defense that has been or could have been asserted in the Action or in any litigation;

b. offered or received in any action or proceeding against any of the Released Parties as evidence of or construed or deemed to be evidence of any presumption, concession or admission with respect to any liability, negligence, fault, or wrongdoing;

c. offered, received in evidence, or in any way referred to for any other reason against any of the Released Parties in any other civil, criminal or administrative proceeding, other than such proceedings as may be necessary to effectuate the provision of the Stipulation and Settlement; provided, however, that the Released Parties may refer to the Stipulation to effectuate the liability protections granted to them thereunder;

d. construed in any action or proceeding as a concession or an admission that the Class Representative or any Class Member suffered and damage or injury; or

e. construed in any action or proceeding as a concession as to the sufficiency of Refund Program undertaken pursuant to the Settlement, including, without limitation, that the Refund Program represents the remedy that could have or would have been recovered at trial.

9. The law firms of Shabel & DeNittis, P.C. and Slatt & Lane are hereby awarded a total of \$135,000.00 as and for their fees, which the Court finds to be fair and reasonable, and \$4,785.73 in reimbursement of expenses. Defendant NCM shall pay the awarded attorneys' fees and expenses to the law firm of Shabel & DeNittis, P.C. in three (3) equal monthly payments, beginning not later than seven (7) days after entry of this Revised Order and Final Judgment. Allocation of the awarded attorneys' fees and expenses shall be determined by Class Counsel. No person or entity other than defendant NCM shall have any obligation to pay the awarded attorneys' fees and expenses to Class Counsel.

10. Adam DeMarco as the Class Representative is hereby awarded \$1,500.00 as an incentive award, which the Court finds to be fair and reasonable. Defendant NCM shall pay Adam DeMarco the above stated amount not later than seven (7) days after entry of this Revised Order and Final Judgment. No person or entity other than defendant NCM shall have any obligation to pay the incentive award to Mr. DeMarco.

11. The Court hereby retains exclusive jurisdiction over the Parties and all Class Members for all matters relating to the Action, including the administration,

interpretation, effectuation, or enforcement of the Stipulation and this Revised Order and Final Judgment.

12. Without further order of the Court, the Parties may agree to reasonable extensions of time to carry out any of the provisions of the Stipulation and Settlement.

13. There is no just reason for delay in the entry of this Revised Order and Final Judgment and immediate entry by the Clerk of Court is expressly directed pursuant to Fed.R.Civ.P. 54(b).

Dated: White Plains, New York
i March, 2006



The Honorable Colleen McMahon
United States District Judge

February 6, 2006

DeMarco v. National Collector's Mint, Inc., et al.

Docket No.: 04 CV 09206

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